

FILED
CLERK'S OFFICE
UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS
(EASTERN DIVISION)

U.S. DISTRICT COURT
DISTRICT OF MASS.

JUSTIN COOK

Plaintiff,

v.

Civil Action No. 05-CV-10443-JLT

CRUISECOMPETE, LLC,
HEIDI ALLISON-GARRETT,
ERIC BUSICK, and
ROBERT A. LEVINSTEIN
Defendants.

AFFIDAVIT OF HEIDI ALLISON-SHANE F/K/A HEIDI ALLISON-GARRETT
IN SUPPORT OF DEFENDANTS' MOTION TO DISMISS, OR IN THE
ALTERNATIVE TO TRANSFER VENUE

I, Heidi Allison-Shane, formerly Heidi Allison-Garrett, being duly sworn do hereby depose and state:

1. I am a defendant in the above-captioned matter, am above the age of twenty-one, am competent to testify, and have personal knowledge of the facts herein. To those facts that I do not have personal knowledge I allege such facts on information and information and belief, and as to such facts believe them to be true.
2. I am a member of CruiseCompete, LLC. I am a resident and citizen of the State of Michigan.
3. My understanding of Article 10.4 of Operating Agreement attached to the Verified Complaint at Exhibit 2, both at the time of the signing of the Operating Agreement and to this day, is that it was intended to ensure that Iowa would be the only location of any lawsuit or other dispute between the members and that Iowa law would control any such lawsuit or dispute.
4. Having to travel to Massachusetts to participate in a litigation there will be unnecessarily expensive and work a financial hardship upon me.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS ___ DAY OF
MARCH, 2005.

Heidi Allison-Shane
HEIDI ALLISON-SHANE

_____, ss.

State of Michigan

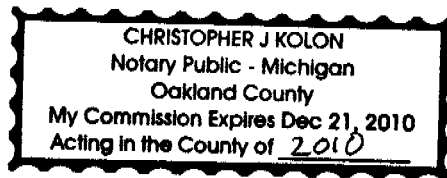
Before me, the undersigned authority, personally came and appeared the affiant, Heidi Allison-Shane, who, being first duly sworn upon oath, stated that he has read the above and foregoing document and knows the contents thereof, and that all statements of fact contained therein are true. Subscribed and sworn to before me, this 9th day of March, 2005.

Ch J M

NOTARY PUBLIC

Address of Notary:

My Commission Expires:



NOTICE OF
I hereby certify that a true copy of this
document was served on the
county of record for each other
by electronic mail on 3/11/05